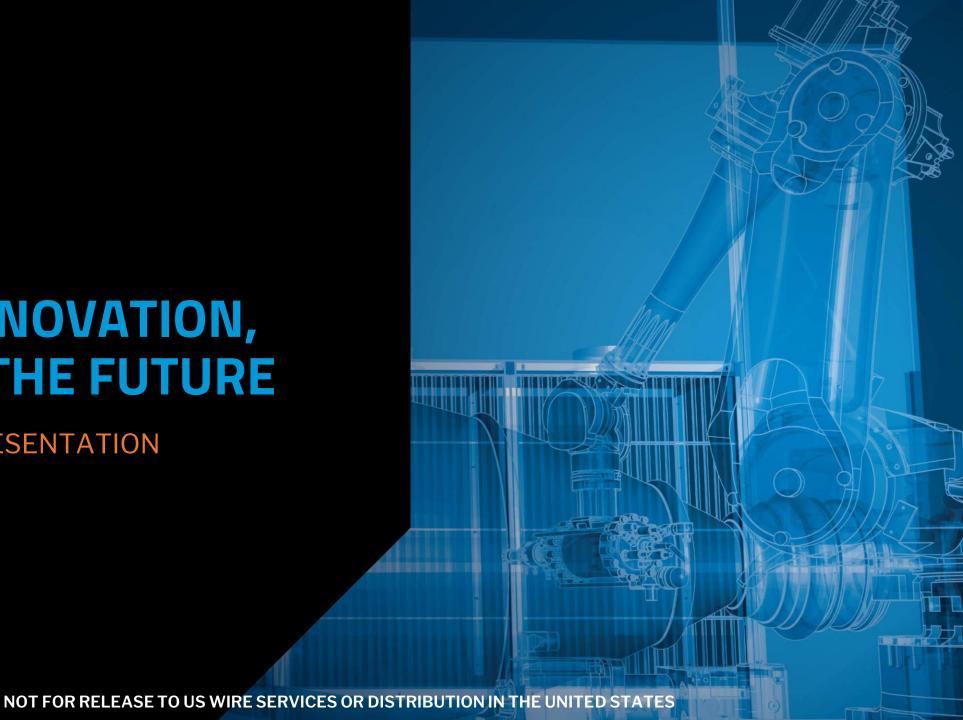


DRIVING INNOVATION, **SECURING THE FUTURE**

EQUITY RAISING PRESENTATION

JULY 2025



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All dollar values are in Australian dollars (A\$). A number of figures, amounts, percentages, estimates, calculations of value and fractions in this presentation are subject to the effect of rounding. Accordingly, the actual calculation of these figures may differ from the figures set out in this presentation.

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officers may also communicate independent investment recommendations, market colour or trading ideas and/or publish or express independent research views in respect of those assets, securities or instruments and may at any time hold, or recommend to clients that they should acquire, long and/or short positions in those assets, securities and instruments.

In connection with the Placement, one or more investors may elect to acquire an economic interest in the New Shares (Economic Interest), instead of subscribing for or acquiring the legal or beneficial interest in those securities. A member of the JLM Group may, for its own respective account, write derivative transactions with those investors relating to the New Shares to provide the Economic Interest, or otherwise acquire securities in Titomic in connection with the writing of those derivative transactions in the Placement and/or the secondary market. As a result of those transactions, that member of the JLM Group may be allocated, subscribe for or acquire New Shares or securities of Titomic in the Placement and/or the secondary market, including to hedge those derivative transactions, as well as hold long or short positions in those securities. These transactions may, together with other securities in Titomic acquired by that member of the JLM Group in connection with their ordinary course sales and trading, principal investing and other activities, result in that member of the JLM Group disclosing a substantial holding and earning fee.

The JLM Group may also receive and retain other fees, profits and financial benefits in each of the above capacities and in connection with the above activities, including in its capacity as a Joint Lead Manager to the Placement.

Who is Titomic?

Titomic is leading the future of aerospace and defense manufacturing as well as coating and repair solutions through its world leading cold spray technology

Titomic is a leader in the global shift toward localised, high-efficiency production

- Titomic Kinetic Fusion® (TKF) is our proprietary cold spray technology
- Unlike traditional manufacturing methods, TKF allows for the rapid fabrication and repair of complex structures without melting the materials
- Ensures stronger, more durable parts for aerospace, defense, and industrial applications



Global expansion to meet United States (U.S.) onshoring demand and global growth opportunities



Netherlands Facility Akkrum, The Netherlands



Serviceable addressable market expanded

Huntsville: Modern, 59,000 sq. ft. facility in prime location

Netherlands: Brand new facility

Australia: Modern, functioning incubator facility





Titomic Limited proudly supports over 100 leading companies throughout aerospace. defense, oil & gas, transport, and energy







AIRBUS BAE SYSTEMS REPKON Triton Systems

Investment highlights





Strategic plan on-track – targeting US\$750M revenue by 2030

- Successful pivot from machine sales to high-margin production/services
- Jun-25 commissioning of U.S. Headquarters (HQ) and 59,000 sq. ft factory in Huntsville, Alabama
- Strong and accelerating commercial engagements with Tier 1 organizations



Favourable tailwinds & expanding market opportunities

- U.S. Budget approval of US\$1T+ in defense spending for FY2026
- European Union's (EU) defense investment to reach €800B by 2030
- Global thematics accelerating adoption of Titomic's services



Titomic has a unique competitive advantage

- Unique solutions, market leader
- Localised production capability & global footprint
- Ability to move rapidly from prototype to production at scale



Multiple sources of additional **funding**

- Secured €800k funding via the Dutch Ministry of Economic Affairs' 3D Print Kompas (3D PK) program
- Ongoing pursuit of loans from U.S. Government agencies
- Ongoing pursuit of grant funding from Australian Industry Growth Program (**IGP**)



Experienced leadership and senior advisory team with broad expertise

- Management team and advisory board assembled with broad industry expertise and access to key touchpoints across core growth sectors
- U.S. Strategic Advisory Group established to the support the Company's growth in the U.S. through access to critical industries



Proven track record of executing on company strategy

- Have successfully executed strategy since October 2024 raise
- Titomic is positioned to capitalise on favourable market dynamics









1 Strategic plan on-track – targeting US\$750M revenue by 2030





Boeing: in final phase of Research & Development (R&D) with next step being qualification and opportunity for Enterprise Process integration

Northrop Grumman: Missile chamber delivery and demonstration in Q325

Manufactured of 60kg seamless missile warhead and demonstration defense parts up to 175kg, underscoring capability

Tier 1 Engagement: in active negotiation, with Non-Disclosure Agreements (NDAs) signed with leading U.S. defense primes

Multiple applications for TKF commercially validated



NORTHROP—





Airbus: currently in qualification moving to pilot launch in Q425 with global MRO rollout potential of 40 owned and 400+ affiliate MRO sites

Lufthansa: utilizing D523 with further orders anticipated

EPCOR (KLM/Air France): utilizing Integrated Spray Booths (ISB) system with further orders anticipated





Lufthansa





Woodside Energy (via Monadelphous): D523 leased and tested, D623 planned lease and to be onsite for testing 0325

Equinor / Aibel / EFFEE: oil rig corrosion and components trials











United States Army Corps of Engineers (USACE): successful field demonstration completed Jun-25, repair scope scaling

Naval Sea Systems Command (NAVSEA) & **Penn State:** equipped with Titomic systems for ship repair

Det Norske Veritas (DNV): TKF maritime qualification for global standard underway

National Aeronautics and Space Administration (NASA) co-operation agreement

Signed additional confidential Government contracts









2 Favourable tailwinds & expanding market opportunities



Scaling across high-growth strategic sectors, driven by rising commercial demand

Serviceable addressable market expanded

KEY SECTORS	DESCRIPTION	CAGR	MARKET SIZE	KEY PROGRAMS / OPPORTUNITIES
Defense	Substituting casting/forging, hypersonic shielding/missile components, munitions, launcher systems & emerging space applications	6-7%	~US\$2.25B	Boeing, Northrop Grumman, Lockheed, USACE, National Atlantic Treaty Organization (NATO), EU ramp-up, Defense Science and Technology Group (DSTG), Thales, Collins, AUKUS
Aviation MRO	Spare parts, non flight critical components	4.8%	~US\$900M	Airbus MRO
Oil & Gas	Non thermal offshore infrastructure repair, pipeline systems, corrosion protection for rigs and refineries	9.4%	~US\$900M	Equinor, Aibel, Woodside
Maritime Repair	Corrosion repair, equipment repair	5.4%	~US\$700M	NAVSEA
Semiconductor	Enhanced conductive/inductive coatings	6.3%	~US\$200M	A top-tier lithography and semiconductor manufacturing equipment company
Transportation & Industrial	Shaft and other equipment repair, coatings	5.0%	~US\$60M	Metro Trains Melbourne, other global transport operators

Source: Stockholm International Peace Research Institute global military expenditure growth 2020-2024, Grand View Research, Aircraft MRO Market Size Share and Trends Analysis Report 2025-2030, DoD FY2025 Budget Justification; CSAM integration workshops (NASA-MSFC, LM Labs), DoD Additive Manufacturing Strategy (2021); OSC and DPA Title III Notices (2023-2025), GAO-23-106200: "Defense Industrial Base" (Dec 2023), NAVSEA Field Report (2022-2024); DEVCOM-Titomic CRADA Summary (2025), Dutch MOD Innovation Briefing (2024); DSTG CSAM Evaluation (2023), Market Research Future, DataIntelo Global O&G AM, Growth Market Reports, Straits Research, GM Insights, Markets and Markets: Additive Manufacturing in Rail, Allied Market Research: Industraila Repair Coatings, Cold Spray Repair Trials - BNSF Railway (US), GM Insights: Cold Spray Coatings Market, U.S. Department of Energy: Advance Manufacturing Office Report, Cold Spray Technical Review - Aerospace & Industrial Use Cases, Sandia National Labs.



2) Favourable tailwinds & expanding market opportunities (cont'd)



Innovative solutions across critical industries, supported by global defense budgets







GOVERNMENT DEPARTMENT	ESTIMATED BUDGET	NOTES
U.S. Department of Defense (DoD) – Sustainment Ops	US\$150B+ per annum	Supports depot repairs modernization, MRO
U.S. DoD – Research, Development, Test & Evaluation	US\$130B+ per annum	Expanded funding for Additive Manufacturing (AM) sector
NATO Defense Budget	€280B+ per annum	Applies to AM, MRO, and logistics upgrades
European Defense Fund & Innovation Funds	~€8B over 2021–27	Prioritizes additive and non- thermal repairs
Australia (AUKUS-linked)	US\$270B over 10 years	DSTG & Thales support Cold Spray AM R&D

COLD SPRAY ADDITIVE MANUFACTURING (COLD SPRAY AM) ADVANTAGE

- **In field repair:** No heat-affected zones, no post-processing
- High uptime & readiness: Minimal downtime vs. welding or casting and competitors
- Non-thermal AM strategy: Safe for sensitive components (Directed Energy Weapons (**DEW**), hypersonics)
- **Corrosion & battlefield repair:** Proven value in maritime, energy, aviation
- **NATO** interoperability: Deployable, mobile, not International Traffic in Arms Regulation restricted
- Flexible production and service: Supports onshoring and in-field solutions
- **Acceleration of Cold Spray AM technology adoption:** Technology is being increasingly adopted by end users

3 Titomic has a unique competitive advantage



Team of skilled engineers with deep knowledge in cold spray technology



Secured U.S. domestic titanium supply



Dedicated leadership, sales and engineering teams with deep defense, aerospace and energy sector expertise



Continuous innovation, product offerings and complementary technology



Global infrastructure delivering products & services to the U.S., Europe and Australia



New revenue opportunities through expanded user areas



4 Multiple sources of additional funding

- Netherlands, €800k R&D grant: Dutch Ministry of Economic Affairs' 3D PK project supporting Cold Spray AM process development (secured and active)
- U.S. US\$24M Office of Strategic Capital (OSC) loan: Loan via The OSC to provide further U.S. expansion and production readiness funding (application in process)
- U.S. Federal incentives:
 - Defense Production Act (**DPA**) Title III Strategic materials and manufacturing support (application imminent)
 - Small Business Innovation Research (**SBIR**) / Small Business Technology Transfer Programs - R&D and commercialization grants (application imminent)
 - Berry Amendment Priority procurement for compliant production
- Australia, A\$5M IGP: Targeting a manufacturing scale-up and sovereign capability via the IGP which is supporting the priority areas of the Australian Government's National Reconstruction Fund linked to defense and energy sectors (in progress)
- Select long-lead manufacturing programmes supported by dedicated capital expenditure and focused expansion initiatives





(5) Experienced leadership and senior advisory team with broad expertise



BOARD OF DIRECTORS



Dag W.R. Stromme Executive Chairman



Hon. Mira Ricardel Non-Executive Director



Humphrey Nolan Non-Executive Director



Dr. Andreas Schwer Non-Executive Director



Lt. Gen (Ret.) John Frewen AO, DSC Non-Executive Director

LEADERSHIP TEAM



Jim Simpson CEO / Managing Director



Geoff Hollis CFO & Company Secretary



Dr. Patti Dare President, USA

Michael Rochford



COO USA



Klaas Rozema President - Europe



Kirk Pysher Senior Vice President - Manufacturing and Production

SENIOR ADVISORY TEAM



Chris Myers President, Global Resource Advisors; Former Vice President, Lockheed Martin: former U.S. Naval Officer



Michael Kirkpatrick Chairman of DESE Research, Inc., Huntsville, Alabama



Lt. Gen (Ret.) Henry 'Trey' **Obering** Retired U.S. Air Force senior acquisition leader; Former Director of the U.S. Missile Defense



LTC (Ret.) Rich Choppa President DellaCioppa Inc.: Former Senior Director for Business Development, Boeing Defense; Retired U.S. Army Ranger



John P. Stopher (PhD) Former Principal Assistant to the Secretary of the Air Force for Space; former Budget Director on the U.S. House Special Select Committee on Intelligence



John Schumacher Former NASA Chief of Staff and Vice President at Aerojet Rocketdyne



6 Proven track record of executing on company strategy



Progress since October 2024 fundraising

- Validated by Tier 1 primes: Commercial traction established through active engagements and signed NDAs with leading U.S. defense primes, including Boeing, Northrop Grumman, Airbus, and NASA
- **Established U.S. HQ and global footprint:** Commissioning of facility in Huntsville, Alabama, U.S., completed in Jun-25 and European site is on track to open in Sep-25
- **Secured Government and regulatory support: Soft** funding and favourable policy backing across U.S. and European channels, positioning the company for future grant and funding opportunities

- **Leadership team enhanced:** Key appointments to core management team and advisory group formed with sector veterans offering deep expertise and access to key decision-makers
- **Successful strategic pivot:** Transition to a highmargin services and recurring revenue model successfully executed, supporting long-term margin expansion and revenue visibility
 - **Technology maturity and recognition: TKF is** gaining traction as a genuine and attractive commercial alternative to traditional manufacturing processes

Development



More than commercial momentum – reflects strategic alignment between what the market is demanding, what global conditions are reinforcing, and what we are uniquely equipped to deliver



02

EQUITY RAISING OVERVIEW

Equity raising overview



DETAILS OF THE EQUITY RAISING

 Titomic is undertaking a non-underwritten placement to raise approximately A\$50 million through the issuance of 201.4 million new fully paid ordinary shares (New Shares) under the Company's existing placement capacity in accordance with ASX Listing Rules 7.1 and 7.1A, as follows: An unconditional component of A\$50.0 million through the issuance of 200.0 million New Shares (the Unconditional Placement); and A conditional component of A\$0.35 million through the issuance of 1.4 million New Shares subject to shareholder approval at the next Annual General Meeting of Titomic (the Conditional Placement, together the Unconditional Placement the Placement)
 The Placement is being offered at A\$0.250 per New Share, which represents a: 3.8% discount to the last closing price of A\$0.260 per share on 23 July 2025 7.7% discount to the 5-day VWAP of A\$0.271 per share as at and including 23 July 2025
 New Shares to rank equally with existing ordinary shares on issue in Titomic as at the date of issuance of the applicable New Shares
 To further facilitate the expansion of operations globally, accelerating Titomic through to target cashflow breakeven during 2027 (see page 15 for more detail)
Barrenjoey Markets Pty Limited and Bell Potter Securities Limited are acting as Joint Lead Managers and Bookrunners to the Placement

Sources and uses of funds



Offer proceeds will be used to accelerate Titomic's expansion through to target cashflow breakeven during 2027



Technical hires to support production ramp-up

Expansion of the Huntsville and Europe facility require additional engineers and technical staff to execute a strategic plan



Facility and equipment expansion

- Expansion of facility in Europe to facilitate further engagement
- Completion of the Huntsville facility
- Additional TKF3250s across the next 12 months



Certification acceleration and R&D

Allowance for potential collaborations and anticipated costs of internal R&D programs

SOURCES OF FUNDS	A\$M
Cash balance (as at 30-Jun-25)	9
Proceeds from Placement	50
Total Sources	59

USES OF FUNDS	A\$M
Technical hires to support production ramp-up	3
New equipment and facility improvements	7
Certification acceleration and R&D	4
Business development (hires and marketing)	3
Working capital	16
Capital reserve for new opportunities and development initiatives	26
Total Uses	59

Timetable



EVENT	DATE (2025)
Trading halt and announcement of the Placement	Thursday, 24 July
Placement bookbuild	Thursday, 24 July
Announcement of outcome of the Placement	Friday, 25 July
Trading halt lifted – trading resumes on the ASX	Friday, 25 July
Settlement of New Shares issued under the Placement	Wednesday, 30 July
Allotment and normal trading of New Shares issued under the Placement	Thursday, 31 July



APPENDIX A: SUPPORTING MATERIALS

Near-term catalysts

CATALYST	TIMING
Various R&D and commercial announcements in military and space	Q3 / Q4 25
Northrop Grumman demonstration	Sep 25
Woodside Energy / Monadelphous D623 lease and testing	Q3 / Q4 25
Airbus pilot	Q4 25
Initial project, Tier 1 Prime	Q4 25
DNV certification for Oil & Gas / Maritime	Q4 25
Certification, U.S. aerospace	Q1 26
Equinor, USACE	Q4 25 / Q1 26
Boeing production	Q4 26



Offering diverse, versatile cold spray systems



Titomic offers the world's largest and most diverse product line of cold spray systems, offering novel capabilities for many industries, including systems for handheld coatings and repairs, all the way through to advanced additive manufacturing for aerospace and defense











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Low and medium pressure cold

Handheld or robot-mounted for

Deployable for in-field repairs

repeatable coatings & secondary

spray

operations

INTEGRATED SPRAY BOOTHS

Coatings, repairs, and secondary manufacturing operations

Integrated robotics, extraction, and operating system

Robotic or linear coating system

Modular, portable repair system

TKF 1000

High pressure AM and coatings

Designed for prototyping and

1 cubic meter build envelope

2nd generation systems installed at

Titomic and The Welding Institute

(TWI) United Kingdom (UK) with

installation to be made at OMIC

R&D and Tritton Systems

production tasks

High pressure AM and coatings

TKF CUSTOM

Demonstration of Titomic's ability to engineer and construct bespoke AM systems

31.5 cubic meter build envelope

Deployed in the Titomic Melbourne **Production Bureau**

TKF 3250

High pressure AM and coatings

Optimised for spherical and rotational builds - ideal for aerospace

Builds parts 3.25 metres in length 5.7 cubic metre build envelope

Titomic's most advanced system, currently in use in aerospace and defense projects

Automated loading and unloading of parts

High pressure

Attractive business model



Titomic is pivoting toward services & recurring revenue

- Manufacturing, leasing and services: Full service offering of low, medium and high-pressure cold spray solutions
- Powder supply: Certified cold spray materials
- Training & technical support: 24-hour help desk & expertise
- Co-production partnerships: High-value manufacturing collaborations
- Defense & aerospace contracts: Expanding sustainment deals
- Ongoing research collaboration: Machine sales and partnerships with universities & research centers



TKF 1000



Titomic Huntsville Facility (Alabama, USA)



TKF 3250

Pathway to US\$750M revenue by 2030



FY25 | Demonstration & Validation

- ✓ Northrop: missile chamber and warhead demo (Q3/Q4)
- ✓ Airbus MRO pilot and Lufthansa system orders
- ✓ D623 field deployment with Woodside; USACE repair completed

FY26 | Initial Production & Rollouts

- ✓ Boeing production qualification pathway initiated
- ✓ NAVSEA, NASA, DEVCOM formal collaborations underway
- ✓ Oil & Gas D623 lease deployments across APAC/EU/US

FY27 | Rapid Expansion Phase

- ✓ Tier 1 primes begin low-rate initial production (**LRIP**)
- ✓ Oil rig coating and pipe corrosion programs fully operational
- ✓ Full-year MRO and energy sector revenue ramp begins

FY28 | Multi-Sector Penetration

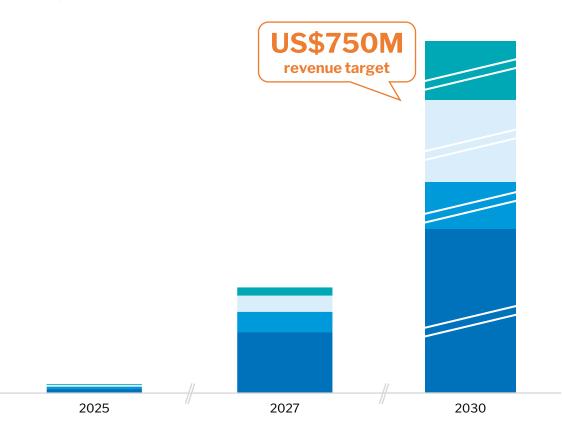
- ✓ U.S. defense production contracts from Boeing, Lockheed, Kratos
- ✓ Full deployment across NAVSEA & USACE fleet assets
- ✓ First rollout of portable Cold Spray AM platforms to NATO partners

FY29 | Scale & Strategic Positioning

- ✓ Major primes and agencies using Titomic systems at scale
- ✓ APAC and NATO defense programs fully mature

REVENUE BY BUSINESS SEGMENT¹

- Defense & Aerospace
- Oil & Gas & Maritime
- MRO / Aviation
- Machine Sales & Other



Positioned as the global leader in non-thermal additive systems

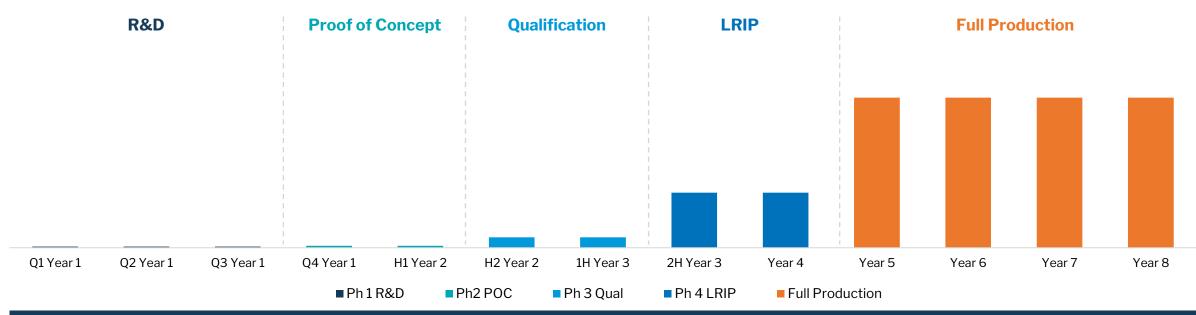
Illustrative program revenue profile



DEFENSE / AEROSPACE TIER 1 PRIME

Staged development and manufacturing program¹

Illustrative revenue



TIMING	ILLUSTRATIVE FEES	STAGE	NOTES
Year 1	US\$100k - US\$500k	Material evaluation	R&D
Year 2	US\$500k - US\$1M	Pre-qualification / qualification	Prototype / repeatability
Year 3	US\$2M - US\$5M	LRIP	
Years 3 – 7	US\$20M+ per annum	Full production	

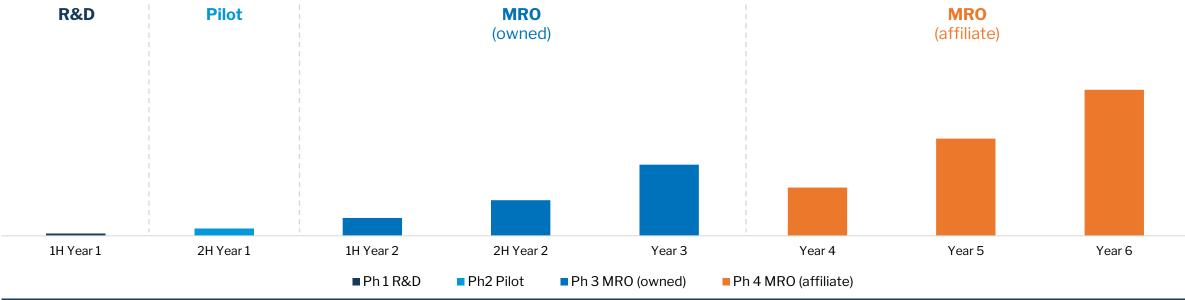
Illustrative program revenue profile



MRO OPPORTUNITY

Coating and repair roll-out to multi-national adopting Titomic D-Series systems with significant MRO network¹

Illustrative revenue



TIMING	ILLUSTRATIVE FEES	STAGE	NOTES
Year 1	US\$600k - US\$800k	Pilot	R&D
Year 2	US\$1M - US\$1.5M	Pilot / MRO (owned)	Prototype / repeatability
Year 3	US\$3M - US\$5M	MRO (owned) / MRO (affliate)	
Years 3 - 7	US\$5M+ per annum	Ongoing MRO roll-out	

Defense market opportunity





DEFENSE BUDGET: US\$850B+ ANNUALLY

REVENUE POTENTIAL: US\$300M-US\$500M

STRATEGIC ADVANTAGES

Huntsville, Alabama location means proximity to Army, NASA, Missile Defense Agency, and defense primes

Positioned to benefit from U.S. policy and funding support (OSC loan, Title III, SBIR)

ADDRESSABLE MARKET

US\$1.0B-US\$1.5B



Munitions



Hypersonics



Launchers



Satellites

TARGET SEGMENTS

Sustainment

Repair

Corrosion Mitigation

Hypersonic Systems



UK / Europe

DEFENSE BUDGET: US\$600B+ ANNUALLY

REVENUE POTENTIAL: US\$100M

ADDRESSABLE MARKET: US\$200M – US\$400M, 5 YEARS

STRATEGIC ADVANTAGES

Direct fit with NATO defense recovery, EU-US collaboration, access to soft funding, and NATO supply chains

Dutch facility expansion (25,000 sq ft) supports EU realignment

STRATEGIC PARTNERSHIPS & R&D CATALYSTS

TKF1000 Cold Spray system installed at TWI Cambridge, funded by UK's ATI, providing access to aerospace / defense primes (2022)

€722k contract with Royal Netherlands Army for 10 D523 systems, enabling rapid in-field military repair (2024)

€800k Dutch 3D PK grant secured to develop portable and Augmented Reality-enabled Cold Spray repair, supporting cross-sector EU deployment (2025)



DEFENSE BUDGET: A\$270B THROUGH 2030

REVENUE POTENTIAL: A\$150M-A\$250M

STRATEGIC ADVANTAGES

Aligned with AUKUS and Australia's sovereign capability drive, positions Titomic as a regional gateway in Australia Pacific Region

TARGET SEGMENTS



GUIDED WEAPONS AND EXPLOSIVES ORDINANCE



DIRECT ENERGY WEAPONS



SUBMARINE SUSTAINMENT



DSTG-DRIVEN INNOVATION

OPPORTUNITIES BY CUSTOMER PHASE

Customer	Stage	2026 Activities	2026	2027-2030 Activities	2027-2030
Aerospace	Contract	FEM Validation	\$1.2M	Full Scale Shots; LRIP	† \$12.1M
	Pursuit-Proposal	Aerothermal Modelling	\$1.8M	Supersonic Impact/Shock testing; LRIP	↑\$15.7M
GWEO	Pursuit-Proposal	Subscale Validation	\$0.95M	Test Article shots; qual/LRIP	1 \$8.5M

Coating and repair market





Oil & Gas

MARKET SIZE: US\$60B+ ANNUALLY

REVENUE POTENTIAL: US\$50M-US\$100M ANNUALLY

MARKET CATALYSTS

12-month field trials completed; new lease starting September



Collaboration with DNV for ISO Certification for Oil & Gas



Validation for Cold Spray repairs and part replacements



Pilot (Q3/Q4 2025) for rig repair using Titomic D623

STRATEGIC ADVANTAGES

Cold Spray AM provides non-thermal, mobile, and high-integrity repair solutions superior to welding, ideal for hazardous or remote energy infrastructure



MARKET SIZE: >US\$100B GLOBAL MARKET
REVENUE POTENTIAL: US\$300M-US\$500M
FOCUS AREAS



Maritime: Airbus MRO pilot (from Q42025), with potential expansion to 40+ owned and 400+ affiliate MROs



Military: USACE and NAVSEA projects repairing bases, vehicles, and pipelines.



Aviation: Repairs for fuel tanks, hatches, pipes, and runways across MROs.

GROWTH DRIVERS

Pilots and contracts validated with major aviation and maritime players Service-based pivot using mobile D523/D623 platforms (repair-as-a-service)

Opportunity to replace traditional casting and structural repairs

COATING & REPAIR MARKET OPPORTUNITIES

Customer	Stage / Phase	2026 Activity	2026 (\$M)	2027-2030 Activity	2027-2030 (\$M)
Customer I	Demo Complete / Negotiation	Field Validation & Risk Reduction	0.5M	District Qual.; Nat'l Standardization; Full Rollout	2.5M → 50M+
Customer II	Contract	R&D / Pilot Program	0.1M → 0.75M	Primary MRO Rollout (Prime + Sub)	100M+



APPENDIX B: KEY RISKS

Key risks



COMPANY SPECIFIC RISKS

A list of the key risk factors affecting the Company is provided **below**. The occurrence of any one of the risks below could adversely impact the Company's operating and financial performance and prospect.

FAILURE TO ATTRACT NEW CUSTOMERS

The success of the Company's business relies on its ability to attract new business from existing customers and attract new customers across the regions where it operates. The capacity to attract new customers and attract new business from existing customers will be dependent on many factors including the capability, cost-effectiveness and value of the Company's products and services compared to competing technologies. If the Company fails to execute on its business strategy, its business, financial condition and results of operations could be materially and adversely affected.

PRODUCT QUALITY AND MANUFACTURING RISKS

Risks are involved in the ability to translate customer technical objectives into a solution that provides the expected quality of product in a cost-effective manner. The products and technology supplied by the Company may not be functional or may not meet customers' expectations. This may lead to requirements for the consolidated entity to improve or refine its products, which may diminish operating margins or lead to losses. The products and technology supplied by the consolidated entity, while extensively tested prior to collection, can be damaged in transit. While this risk is insurable, it may diminish operating margins. Some solutions in development need further qualification and testing to achieve required certification levels or may not be developed in a timely manner which could negatively impact the Company's financial performance.

PRODUCT LIABILITY AND WARRANTY RISK

The Company's products are subject to customers' manufacturing standards. There is a risk that the Company's products may have actual or perceived safety or quality failures or defects which could result in: (a) litigation or claims alleging negligence, product liability or breach of warranty against the Company; (b) regulatory action; (c) damage to the Company's brand and reputation; or (d) the Company being forced to terminate or delay sales or operations. Despite best practice by the Company with respect to the manufacture and supply of its products and any insurance that the Company may hold, the risk of defective products remains and may negatively impact the consolidated entity's reputation, operations and financial prospects.

SUPPLIER RISK

The Company sources certain key components for its systems from third party suppliers. The delivery of such components may be delayed, or a specific supplier may not be able to deliver at all, which may lead to a longer sales cycle. The goods received may not meet the specifications requested or be of the appropriate quality which may also lead to a longer sales cycle. A mitigating factor is to shift to another supplier where possible.



REGULATION AND COMPLIANCE RISK

The Company is subject to regulation relating to export control compliance and quality regulations applicable to the manufacture of its products and various reporting regulations. There can be no guarantee that the regulatory environment in which the Company or its customers currently operates may not change in the future which may impact on the consolidated entity's existing products. Depending upon the severity of any failure of the consolidated entity or its customers to comply with any applicable regulations, the Company or its customers could be subject to enforcement actions. If any such actions are imposed against the consolidated entity they could harm the Company's reputation, and depending upon the severity, could have significant adverse impact upon the consolidated entity's ability to provide services and on its financial condition.

GOVERNMENT CONTRACTS

A portion of the Company's revenues may depend on the Company's ability to do business with the U.S. as well as foreign governments and their various agencies, whether directly or indirectly. Such customers may:

- award or terminate contracts at their convenience;
- terminate, reduce or modify contracts or subcontracts if its requirements or budgetary constraints change;
- · cancel multi-year contracts and related orders if funds become unavailable;
- · shift their spending priorities;
- adjust contract costs and fees on the basis of audits done by its agencies;
- use and practice intellectual property developed in the performance of a government contract or subcontract;
- claim rights to intellectual property not properly protected pursuant to applicable contract terms;
- · seek penalties and fines exceeding the value of a contract for contract activity that results in the submission of a false claim to the government;
- debar the Company or its subsidiaries because of legal and other actions undertaken by or against the Company or its
- subsidiaries, the Company's officers, directors, shareholders, employees and affiliates, or convictions of the Company's officers, directors, shareholders, employees or affiliates; and
- inquire about and investigate business practices and audit compliance with applicable rules and regulations.

KEY PERSONNEL RISK

The Company's operational success will substantially depend on the continued employment of key executives, technical staff and other key personnel who have substantial strategic, technical, functional, marketing and customer expertise with the consolidated entity's technology and are familiar with the Company's business and structure. Although these individuals have entered into contracts with the consolidated entity, there is no assurance that such contracts will not be terminated. If such contracts are terminated or breached, or if these individuals no longer continue in their current roles, new personnel will need to be employed, which may adversely affect the business. The Company is substantially dependent on the continued service of its existing personnel because of the complexity of its services and technologies. The departure of any key personnel may also lead to disruptions of customer relationships or delays in the manufacturing and product development efforts. There is no assurance that the consolidated entity will be able to retain the services of these persons.



DEVELOPMENT RISKS	The Company is currently investing into new research and development initiatives and new technologies. While the consolidated entity is not presently aware of any potential problems, the commerciality of new technologies and products based on innovative and new technology is uncertain. There are no guarantees that the Company will be able to undertake such research and development successfully. Failure to successfully undertake such research and development, anticipate technical problems, or estimate research and development costs or timeframes accurately may adversely affect the Company's results and viability.
CYBER SECURITY RISKS	Cyber and information security risks remain a focal point for all businesses. There is a risk that the consolidated entity is subject to a cyber security incident which could delay our response to our customers or compromise the integrity of our data. Further, if the Company's systems, networks or technology are subject to any type of 'cyber' crime, its technology may be perceived as unsecure, which may lead to a decrease in the number of customers.
CURRENCY RISKS	With operations in USA, Europe and Australia, the Company is exposed to foreign exchange risk from currency exposure due to fluctuations and volatility in exchange rates. In particular, while the Company continues to be in a pre-cash flow positive phase, it is difficult to hedge against this foreign exchange exposure other than by having bank accounts in, and holding cash balances in, the countries in which the Company operates to form a natural hedge for part of the currency risk exposure. Adverse exchange rate fluctuations or volatility could have an adverse effect on the Company's future financial performance and position.
ABILITY TO HAVE ADEQUATE LIQUIDITY TO CONTINUE AS A GOING CONCERN	Although the Directors consider that the Company will, following the completion of the current capital raising and recent successful previous capital raises, have sufficient working capital to carry out its stated objectives and to satisfy the anticipated current working capital and other capital requirements, there can be no assurance that such objectives can continue to be met in the future without securing further funding. The future capital requirements of the Company will depend on many factors, including the planned increase of its current business activities and sales. Should the Company require additional funding, there can be no assurance that additional financing will be available on acceptable terms or at all, or the terms of financing might involve substantial dilution to shareholders. Any inability to obtain additional financing, if required, would have a material adverse effect on the consolidated entity's business, financial condition and results of operations.
WORKPLACE HEALTH AND SAFETY	The Company's staff work in an environment subject to potential workplace health and safety risks. The Company and its staff must comply with various workplace health and safety laws. While the Company continues to comply with existing workplace laws and regulations, changes and the discovery of new risks may give rise to claims against the consolidated entity.



GENERAL RISKS

PRICE OF SHARES	The Company is subject to general market risk that is inherent in all securities listed on a stock exchange. This may result in fluctuations in the share price that are not explained by the Company's fundamental operations and activities. The price at which shares are quoted on the ASX may increase or decrease due to a number of factors. These factors may cause the shares to trade at prices below the Offer Price. There is no assurance that the price of the shares will increase, even if the Company's earnings increase.
TRADING AND LIQUIDITY IN SHARES	There can be no guarantee that there will be an active trading market for the shares or that the price of the shares will increase. There may be relatively few potential buyers or sellers of the shares on the ASX at any given time. This may increase the volatility of the market price of the shares. It may also affect the prevailing market price at which shareholders are able to sell their shares.
SHAREHOLDER DILUTION	In the future, the Company may elect to issue shares or engage in further capital raisings to facilitate employee share plans, fund acquisitions, or undertake other strategic initiatives. While the Company will be subject to the constraints of the ASX Listing Rules regarding the percentage of its capital that it is able to issue within a twelve-month period (other than where exceptions apply), shareholders at the time may be diluted as a result of such issues of shares and capital raisings.
INABILITY TO PAY DIVIDENDS OR MAKE OTHER DISTRIBUTIONS	There is no guarantee that dividends will be paid on shares in the future, as this is a matter to be determined by the board of the Company in its discretion and any decision by the board will have regard to, amongst other things, the financial performance and position of the Company, relative to its capital expenditure and other liabilities. Moreover, to the extent that the Company pays any dividends, its ability to offer fully franked dividends is contingent on making taxable profits. The Company's taxable profits may be volatile, making the payment of dividends unpredictable. The value and availability of franking credits to a shareholder will differ depending on the shareholder's particular tax circumstances.
CHANGES IN LAWS AND GOVERNMENT POLICY	Any material adverse changes in government policies or legislation of Australia, the United States of America or the Netherlands or any other country where the Company may acquire or operate economic interests may affect the viability and profitability of the Company. Also, some of the Company's products are highly regulated and may be affected by regulatory changes where its suppliers are located, or where it manufactures or it sells the products.



ESG RISKS	The Company is exposed to risks resulting in changes to legal or regulatory requirements around ESG issues. ESG issues have had increasing focus and where the Company is required to meet or implement certain ESG standards, it could have adverse effect on the business, financial condition and results of the Company.
CHANGES IN TAX LAW	Changes in tax law (including goods and services taxes and stamp duties), or changes in the way taxation laws are interpreted may impact the Company's tax liabilities or the tax treatment of a shareholder's investment. In particular, both the level and basis of taxation may change. In addition, an investment in the shares involves tax considerations that may differ for each shareholder. Each prospective shareholder is encouraged to seek professional tax advice in connection with any investment in the Company.
POSSIBILITY OF FORCE MAJEURE EVENTS	Events may occur within or outside Australia that could impact upon the Australian economy, The Company's operations and the price of the shares. These events include but are not limited to acts of terrorism, an outbreak of international hostilities, fires, floods, earthquakes, labour strikes, civil wars, natural disasters, outbreaks of disease or other natural or man-made events or occurrences that can have an adverse effect on the demand for the Company's products and its ability to conduct business. While the Company seeks to maintain insurance in in accordance with industry practice to insure against the risks it considers appropriate, no assurance can be given as to the Company's ability to obtain such insurance coverage in the future at reasonable rates or that any coverage arranged will be adequate and available to cover any and all potential claims. The occurrence of an event that is not covered or fully covered by insurance could have a material adverse effect on the business, financial condition and results of the Company.
INSURANCE	The Company maintains and will maintain insurance for its operations within a coverage range in accordance with industry practice. However, in certain circumstances, the Company's insurance may not be of a nature or level to provide adequate insurance cover. The occurrence of an event that is not covered or only partially covered by insurance could have a material adverse effect on the business, financial condition and results of the Company. Additionally, any claim may cause the Company's premiums to rise or the Company to be uninsurable after the relevant policy period.
DISPUTES	The activities of the Company may result in disputes with third parties, including, without limitation, the Company's investors, competitors, regulators, partners, distributors, customers, directors, officers and employees, and service providers. The Company may incur substantial costs in connection with such disputes.
LITIGATION	The Company is exposed to possible litigation risks including, but not limited to, intellectual property infringement claims, vendor and customer contractual and common law claims, environmental claims, occupational health and safety claims, and employee claims. Any such claim or dispute if proven, may impact adversely on the Company's operations, financial performance and financial position.



STRATEGIES

There are no limits on strategies that the Company may pursue. The strategy may evolve over time for reasons including but not limited to, market developments and trends, technical challenges, the emergence of new or enhanced technology, changing regulation and/or industry practice. As a result, the strategy, approaches, markets and products at present may not reflect the strategies, approaches, markets and products relevant to, or pursued by, the Company in the future. Further, a change in strategy may involve material and as yet unanticipated risks.

FINANCIAL ENVIRONMENT

Changes in the general economic climate in which the Company operates may adversely affect the financial performance of the Company and the value of its assets. Factors which contribute to that general economic climate include:

- contractions in the world economy or increases in rates of inflation resulting from domestic or international conditions (including movements in domestic interest rates and reduced economic activity);
- · international currency fluctuations and changes in interest rates;
- the demand for and supply of capital and finance;
- · changes in government legislation and regulatory policy, including with regard to rates and types of taxation; and
- domestic and international economic and political conditions.

Additionally, share market conditions may affect the value of the Company's quoted securities regardless of the Company's operating performance. Share market conditions are affected by factors such as:

- · general economic outlook;
- interest rates and inflation rates;
- · currency fluctuations;
- · changes in investor sentiment toward particular market sectors;
- the demand for, and supply of, capital; and
- terrorism, pandemics, political instability, or other illegal acts.

OTHER

Other risk factors include those normally found in conducting business, including litigation resulting from the breach of agreements or in relation to employees (through personal injuries, industrial matters or otherwise) or any other cause, strikes, lockouts, loss of service of key management or operational personnel, non-insurable risks, delay in resumption of activities after reinstatement following the occurrence of an insurable risk and other matters that may interfere with the business or trade of the Company. There can be no guarantee that the Company will achieve its stated objectives or that any forward-looking statements will eventuate. Accordingly, an investment in the Company should be regarded as highly speculative. This information does not purport to be a comprehensive statement of all risks; an investor should seek and obtain professional advice prior to deciding whether or not to invest in the Company.



APPENDIX C: INTERNATIONAL OFFER RESTRICTIONS

International Offer Restrictions



This document does not constitute an offer of new ordinary shares of the Company in any jurisdiction in which it would be unlawful.

In particular, this document may not be distributed to any person, and the New Shares may not be offered or sold, in any country outside Australia except to the extent permitted below.

HONG KONG

WARNING: This document has not been, and will not be, registered as a prospectus under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong, nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the **SFO**). Accordingly, this document may not be distributed, and the New Shares may not be offered or sold, in Hong Kong other than to "professional investors" (as defined in the SFO and any rules made under that ordinance).

No advertisement, invitation or document relating to the New Shares has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to New Shares that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors. No person allotted New Shares may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities.

The contents of this document have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the offer. If you are in doubt about any contents of this document, you should obtain independent professional advice.

NEW ZEALAND

This document has not been registered, filed with or approved by any New Zealand regulatory authority under the Financial Markets Conduct Act 2013 (the **FMC Act**).

The New Shares are not being offered or sold in New Zealand (or allotted with a view to being offered for sale in New Zealand) other than to a person who:

- is an investment business within the meaning of clause 37 of Schedule 1 of the FMC Act;
- meets the investment activity criteria specified in clause 38 of Schedule 1 of the FMC Act;
- is large within the meaning of clause 39 of Schedule 1 of the FMC Act;
- is a government agency within the meaning of clause 40 of Schedule 1 of the FMC Act; or
- is an eligible investor within the meaning of clause 41 of Schedule 1 of the FMC Act.

UNITED STATES

This document does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. The New Shares have not been, and will not be, registered under the US Securities Act of 1933 or the securities laws of any state or other jurisdiction of the United States. The New Shares may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act and applicable US state securities laws. Accordingly, the New Shares will be offered and sold in the United States only to dealers or other professional fiduciaries organised in the United States that are acting for a discretionary or similar account held for the benefit or account of non-US persons (**Eligible US Fund Managers**) in compliance with Regulation S under the US Securities Act.

International Offer Restrictions (cont'd)



SINGAPORE

This document and any other materials relating to the New Shares have not been, and will not be, lodged or registered as a prospectus in Singapore with the Monetary Authority of Singapore. Accordingly, this document and any other document or materials in connection with the offer or sale, or invitation for subscription or purchase, of New Shares, may not be issued, circulated or distributed, nor may the New Shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore except pursuant to and in accordance with exemptions in Subdivision (4) Division 1, Part 13 of the Securities and Futures Act 2001 of Singapore (the **SFA**) or another exemption under the SFA.

This document has been given to you on the basis that you are an "institutional investor" or an "accredited investor" (as such terms are defined in the SFA). If you are not such an investor, please return this document immediately. You may not forward or circulate this document to any other person in Singapore.

Any offer is not made to you with a view to the New Shares being subsequently offered for sale to any other party in Singapore. On-sale restrictions in Singapore may be applicable to investors who acquire New Shares. As such, investors are advised to acquaint themselves with the SFA provisions relating to resale restrictions in Singapore and comply accordingly.

UNITED KINGDOM

Neither this document nor any other document relating to the offer has been delivered for approval to the Financial Conduct Authority in the United Kingdom and no prospectus (within the meaning of section 85 of the Financial Services and Markets Act 2000, as amended (**FSMA**)) has been published or is intended to be published in respect of the New Shares.

The New Shares may not be offered or sold in the United Kingdom by means of this document or any other document, except in circumstances that do not require the publication of a prospectus under section 86(1) of the FSMA. This document is issued on a confidential basis in the United Kingdom to "qualified investors" within the meaning of Article 2(e) of the UK Prospectus Regulation. This document may not be distributed or reproduced, in whole or in part, nor may its contents be disclosed by recipients, to any other person in the United Kingdom.

Any invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA) received in connection with the issue or sale of the New Shares has only been communicated or caused to be communicated and will only be communicated or caused to be communicated in the United Kingdom in circumstances in which section 21(1) of the FSMA does not apply to the Company.

In the United Kingdom, this document is being distributed only to, and is directed at, persons (i) who have professional experience in matters relating to investments falling within Article 19(5) (investment professionals) of the Financial Services and Markets Act 2000 (Financial Promotions) Order 2005 (**FPO**), (ii) who fall within the categories of persons referred to in Article 49(2)(a) to (d) (high net worth companies, unincorporated associations, etc.) of the FPO or (iii) to whom it may otherwise be lawfully communicated ("relevant persons"). The investment to which this document relates is available only to relevant persons. Any person who is not a relevant person should not act or rely on this document.



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